

MISSION STATEMENT

The mission of the Manitou Springs Municipal Parking Authority Board is to recommend the development of adequate parking management solutions and improvements for business, residential, visitor and recreational users.

BYLAWS

ARTICLE I. Name

The Manitou Springs Parking Authority Board is referred to herein as the Board.

ARTICLE II. Purpose

The purpose of the Board shall be to:

- A. Review and make recommendations to the City Council regarding the adoption of the Parking Management Study and Strategic Plan.
- B. Review and make recommendations to City Council concerning a parking professional to manage the City's parking assets, to recommend the adoption of policies to maximize the effective utilization of these assets, and to be accountable to the City Council and the Parking Authority Board for budgeted revenues and expenditures for parking facilities.
- C. Review and make recommendations to the City Council concerning the acquisition, funding, construction and operation of parking facilities within the City, including surface parking and proposals for future parking structures.
- D. To undertake and oversee policies, programs and expenditures concerning parking as approved by the City Council.

ARTICLE III. ORGANIZATION

Section 1. Meetings

The Board will hold regular monthly meetings at a time and place designated by the members. Special meetings may be called at the request of the chairperson or three members on at least five days notice. Worksessions may be called at the request of the chairperson or at the request of three members on 24 hours notice.

Section 2. Annual Meeting

The Board's annual meeting shall be held at the first regular meeting in December.

Section 3. Public Meeting

- A. All meetings of three or more members of the Board at which public business is discussed or at which any formal action may be taken are public meetings and require public notice. Citizens and the press are welcome at meetings.

- B. Exception - This does not apply to any chance meeting or social gathering at which discussion of public business is not the central purpose.

Section 4. Voting

Each member of the Board shall be entitled to one (1) vote on all matters brought forward at a regular or special meeting, provided a quorum is present.

Section 5. Quorum

A majority of the membership of the Board (five members) shall constitute a quorum.

Section 6. Procedure

The latest version of Robert's Rules of Order shall govern the conduct of business at all meetings of the Board, except when such rules are in conflict with these Bylaws.

Section 7. Teleconferencing

Board members may participate in a meeting through the use of conference telephone or other communications equipment serving similar purpose, so long as all members participating in such meeting can converse, either verbally or in writing, with one another. Participation includes voting.

Section 8. Notice and Publication

- A. For Annual, Regular, and Special Meetings the following shall apply:

1. Notice shall be provided to each Board member at least five (5) days prior to the meeting.
2. The agenda shall be posted at the front of City Hall and on the City's official website five days prior to the meeting.

- B. For Worksessions notice shall be posted at the front of City Hall 24 hours prior to the meeting.

ARTICLE IV. Members and Officers

Section 1. Appointment

The members of the Board shall be appointed by City Council as provided in Ordinance #1208, as amended. Members and officers will hold office until a successor is appointed or elected.

Section 2. Compensation

Members of the Board shall serve without compensation, but may be reimbursed with prior Board and/or Staff approval for necessary and actual expenses incurred in carrying out the Board's purpose.

Section 3. Duties of Members

A. Be Active

You should attend meetings of the board and board committees on which you serve. You must have general knowledge and understanding of how the organization is functioning, and you must have particular knowledge and understanding about the purpose of the organization and the specific responsibilities assigned to you.

B. Avoid Conflicts of Interest

As a board member, you owe a duty of loyalty to the organization and the citizens of Manitou Springs. That duty takes precedence over your personal interests.

- **Self-dealing**

Avoid transactions with the organization in which you have a personal or business interest beyond your interest as a board member. In the rare instance where it is not in the best interests of the organization to deal with you, you should make a full disclosure to the board of all the circumstances involved in the transaction, be sure that the transaction is fair to the organization, refrain from voting on the transaction as a board member, and not be counted in determining the existence of a board quorum. This restriction applies also to your relatives, business associates and friends.

- **Organizational opportunities**

In all matters pertaining to the Parking Authority, you must put its interests ahead of your own. If an opportunity related to the organization's purposes comes to you either as a board member or otherwise, you must make it available to the organization before you take it for yourself or another entity.

C. Exercise Judgment in Overseeing Board Activities

As a board member, you have a duty to care for the Board's activities in good faith and with at least the degree of diligence, care and skill which ordinarily prudent people would exercise under similar circumstances in like positions. The board must act with knowledge and after adequate deliberation.

Section 4. Resignation

The resignation of members and officers will take effect upon receipt of written notice thereof to the City Clerk and Board.

Section 5. Replacement

Members may be recommended to City Council for replacement upon a vote of the Board for failing to attend three, consecutive, unexcused meetings. If the term of an officer is terminated for any reason a successor will be elected at the next regular meeting to serve until the Board's next annual meeting.

Section 6. Absences

Any member unable to attend a meeting should contact the City Planning Department prior to the meeting date to inform staff of the absence and request that such absence is excused by the Board. If the City Planning Department cannot be reached, the board member planning an absence should contact another member who will relay this information and the request to be excused to the Board.

Section 5. Officers

The officers shall be a Chairperson, Vice Chairperson, and Treasurer who shall be elected for a term of one year from among the members at the Board's annual meeting.

Section 6. Duties of Officers

A. Chairperson

The chairperson shall preside at all meetings of the Board and shall perform such other functions on behalf of the Board as may be prescribed to him/her by the Board.

B. Vice Chairperson

The vice chairperson shall perform the duties of the chairperson in the absence or disability of the chairperson and such other duties as may be assigned.

C. Treasurer

The treasurer will be Board liaison to the City Finance Department and is expected to become familiar with the City's financial reporting system as it pertains to matters of the Board. The Treasurer shall regularly request financial information from the Finance Department and review any reports and audits relating to the Board's financial affairs. The Treasurer shall be responsible for seeing that a full and accurate accounting of all funds of the Board are made available to any member of the Board upon request.

Section 7. Staff

The City Planning Department shall serve as Staff to the Board and perform the function of Board Secretary. The Secretary shall keep, or cause to be kept, these Bylaws, as amended, Minutes of all Board Meetings, a current list containing the names and contact information for all Board members, and all other official Board documents.

ARTICLE V. AMENDMENT OF BYLAWS

Action may be initiated at any Regular or Annual meeting of the Board, with proper notice, to alter, amend, or repeal these Bylaws and have new rules adopted. A copy of the proposed changes shall be distributed to all Board members at least five (5) days in advance of the meeting at which the amendment will be presented for approval. The Board's recommendation to amend these bylaws is then subject to approval by resolution by the City Council.